

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

	X	
JOHN CARFAGNO, derivatively on behalf of	:	
CENTERLINE HOLDING COMPANY,	:	
	:	
Plaintiff,	:	
	:	08 Civ. 912 (SAS)
vs.	:	
	:	
MARC D. SCHNITZER, et al.,	:	
	:	
Defendants.	:	
	X	

DECLARATION OF RICHARD A. ROSEN

RICHARD A. ROSEN declares under penalty of perjury pursuant to 28 U.S.C.

§ 1746:

1. I am a partner with the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP, attorneys for individual defendants Marc D. Schnitzer, Leonard W. Cotton, Robert J. Dolan, Robert A. Meister, Nathan Gantcher, Jerome Y. Halperin, Robert L. Loverd, Janice Cook Roberts and Thomas W. White in this action. I respectfully submit this declaration on behalf of all defendants, in connection with the settlement of the above litigation.

2. On April 9, 2009, the Stipulation of Settlement with exhibits, executed on April 8, 2008 in this litigation, was sent to the following individuals by Paul, Weiss, Rifkind, Wharton & Garrison LLP and Richards Layton & Finger, P.A., Delaware counsel for defendants in *Off v. Ross et al.*, C.A. No. 3468-VCP (Del. Ch.) and *Ciszerk v. Ross et al.*, C.A. No. 3511-VCP (Del. Ch.):

- Lawrence A. Sucharow and Barbara A. Podell, counsel for plaintiffs in *In re Centerline Holding Company Securities Litigation*, 08 Civ. 00505 (S.D.N.Y.);
- Jules Brody and Kenneth Vianale, counsel for plaintiff in *Kramer v. Ross et al.*, C.A. No. 08-CV-100861 (N.Y. Sup.)
- Ralph M. Stone, counsel for plaintiffs in *Kanter et al. v. Ross et al.*, C.A. No. 08-CV-01827 (S.D.N.Y.);
- Thomas Amon and Jeffrey P. Fink, counsel for plaintiff in *Kastner v. Schnitzer et al.*, C.A. No. 08-CV-601043 (N.Y. Sup. Ct.);
- David A. Jenkins, counsel for objector John Carfagno in *Off v. Ross et al.*, C.A. No. 3468-VCP (Del. Ch.);
- Stuart M. Grant and John C. Kairis, counsel for plaintiff in *Off v. Ross et al.*, C.A. No. 3468-VCP (Del. Ch.);
- Brian D. Long, counsel for plaintiff in *Ciszerk v. Ross et al.*, C.A. No. 3511-VCP (Del. Ch.).



Richard A. Rosen

Dated: May 14, 2009